

**ORIGINAL**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

WAYNE BERRY,

Plaintiff,

vs.

Case No.: 1:07-CV-07634 (WHP)

ECF Case

DEUTSCHE BANK TRUST COMPANY AMERICAS (FKA BANKERS TRUST COMPANY) and JP MORGAN CHASE BANK in their separate capacities and as agents for the pre- and post-petition lenders of Fleming Companies, Inc.; GENERAL ELECTRIC CAPITAL CORPORATION; C&S WHOLESALE GROCERS, INC.; THE POST-CONFIRMATION TRUST OF FLEMING COMPANIES, INC.; ROBERT KORS; CORE-MARK HOLDINGS INC. and DOES 1 to 200,

Defendants.

**MOTION TO ADMIT COUNSEL PRO HAC VICE**

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Richard L. Wynne, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

Applicant's Name: F. Wade Ackerman  
 Firm Name: Kirkland & Ellis LLP  
 Address: 777 South Figueroa Street, 37th Floor  
 City/State/Zip: Los Angeles, CA 90017  
 Phone Number: 213-680-8400  
 Fax Number: 213-680-8500

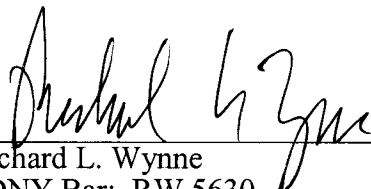
This Court has already admitted F. Wade Ackerman *pro hac vice* as counsel for Deutsche Bank Trust Company Americas and JP Morgan Chase Bank, but this motion seeks to admit him *pro hac vice* as counsel for recently-added defendants the Post Confirmation Trust and Robert

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Kors. F. Wade Ackerman is a member in good standing of the bar of the State of California.

There are no pending disciplinary proceedings against F. Wade Ackerman in any State or Federal Court.

Dated: March 4, 2008  
New York, New York

  
\_\_\_\_\_  
Richard L. Wynne  
SDNY Bar: RW 5630  
KIRKLAND & ELLIS LLP  
777 South Figueroa Street  
Los Angeles, California 90017  
Telephone: (213) 680-8400  
Facsimile: (213) 680-8500

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

WAYNE BERRY,

Plaintiff,

vs.

DEUTSCHE BANK TRUST COMPANY  
AMERICAS (FKA BANKERS TRUST  
COMPANY) and JP MORGAN CHASE BANK  
in their separate capacities and as agents for the  
pre- and post-petition lenders of Fleming  
Companies, Inc.; GENERAL ELECTRIC  
CAPITAL CORPORATION; C&S  
WHOLESALE GROCERS, INC.; THE POST-  
CONFIRMATION TRUST OF FLEMING  
COMPANIES, INC.; ROBERT KORS; CORE-  
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Defendants.

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**AFFIDAVIT OF RICHARD L. WYNNE**  
**IN SUPPORT OF MOTION TO ADMIT COUNSEL PRO HAC VICE**

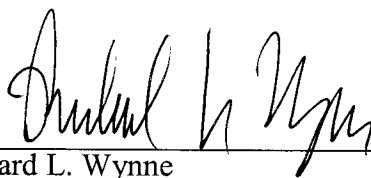
Richard L. Wynne, being duly sworn, hereby deposes and says as follows:

1. I am a partner at Kirkland & Ellis LLP, counsel for the Robert Kors and the Post Confirmation Trust. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the motion to admit F. Wade Ackerman as counsel *pro hac vice* to represent Robert Kors and the Post Confirmation Trust in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on April 11, 1983. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known F. Wade Ackerman since 2003.
4. Mr. Ackerman is an associate at Kirkland & Ellis LLP, in the Los Angeles, California office.
5. I have found Mr. Ackerman to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of F. Wade Ackerman, *pro hac vice*.
7. I respectfully submit herewith a proposed order granting the admission of F. Wade Ackerman, *pro hac vice*, which is attached hereto as Exhibit A.

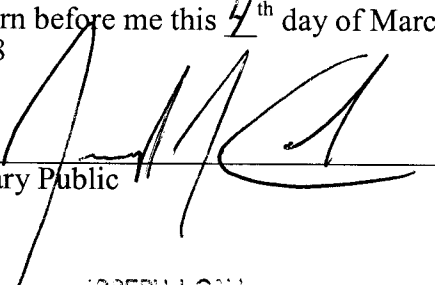
WHEREFORE it is respectfully requested that the motion to admit F. Wade Ackerman, *pro hac vice*, to represent the Defendant in the above captioned matter, be granted.

Dated: March 4, 2008  
New York, New York

  
\_\_\_\_\_  
Richard L. Wynne  
SDNY Bar: RW 5630  
KIRKLAND & ELLIS LLP  
777 South Figueroa Street  
Los Angeles, California 90017  
Telephone: (213) 680-8400  
Facsimile: (213) 680-8500

Sworn before me this 4<sup>th</sup> day of March \_\_, 2008

Notary Public

  
\_\_\_\_\_  
JOSEPH J. O'NEIL  
Notary Public, State of New York  
No. 010AED160120  
Qualified in New York County  
Commission Expires July 1, 2011



# THE STATE BAR OF CALIFORNIA

MEMBER SERVICES CENTER

180 HOWARD STREET, SAN FRANCISCO, CALIFORNIA 94105-1639

TELEPHONE: 888-800-3400

February 29, 2008

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, FRANK WADE ACKERMAN, #234747 was admitted to the practice of law in this state by the Supreme Court of California on December 14, 2004; and has been since that date, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

A handwritten signature in black ink, appearing to read "Kath Lambert", is written over a horizontal line.

Kath Lambert  
Custodian of Membership Records

UNITED STATES DISTRICT COURT  
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COMPANY) and JP MORGAN CHASE BANK  
in their separate capacities and as agents for the  
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CONFIRMATION TRUST OF FLEMING  
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**ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION**

Upon the motion of Richard L. Wynne, attorney for Robert Kors and the Post Confirmation Trust and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that:

Applicant's Name:	F. Wade Ackerman
Firm Name:	Kirkland & Ellis LLP
Address:	777 South Figueroa Street, 37th Floor
City/State/Zip:	Los Angeles, CA 90017
Phone Number:	213-680-8400
Fax Number:	213-680-8500
Email Address:	wade.ackerman@kirkland.com

is admitted to practice pro hac vice as counsel for Robert Kors and the Post Confirmation Trust in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the

Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at [nysd.uscourts.gov](http://nysd.uscourts.gov).

Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated:

\_\_\_\_\_  
United States District/Magistrate Judge

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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**AFFIDAVIT OF SERVICE**

STATE OF NEW YORK                    )  
  ) ss:  
COUNTY OF NEW YORK                )

I, Joseph J. Cali, being duly sworn, depose and says:

1. I am not a party to this action and am over 21 years of age.
2. I am employed in the law firm of Kirkland & Ellis LLP, attorneys for Robert Kors and the Post Confirmation Trust.
3. On March 5, 2008, I caused to be served true copies of a Motion to Admit Counsel *Pro Hac Vice* of F. Wade Ackerman, Order for Admission *Pro Hac Vice* on Written Motion, Affidavit of Richard L. Wynne and Affidavit of Service were served by: (1) transmitting via electronic mail to the person at the electronic addresses set forth below in the above-entitled action; and (2) U.S. Mail by depositing true copies of these documents enclosed in post-paid wrappers in an official depository under the exclusive custody and control of the United States Postal Service within the State of California, addressed as follows:




Timothy J. Hogan, Esq.  
Attorneys at Law  
1050 Bishop Street, Suite 433  
Honolulu, Hawaii 96813  
E-mail: [tjh@timhogan.com](mailto:tjh@timhogan.com)  
*Attorney for Plaintiff Wayne Berry*

Christopher May Mason, Esq.  
NIXON PEABODY LLP  
437 Madison Avenue  
New York, New York 10022  
E-mail: [cmason@nixonpeabody.com](mailto:cmason@nixonpeabody.com)  
*Attorneys for C&S Wholesale Grocers, Inc.*

Robert Penchina, Esq.  
LEVINE, SULLIVAN, KOCH & SCHULZ, LLP  
321 West 44th Street, Suite 510  
New York, New York 10036  
E-mail: [rpenchina@lskslaw.com](mailto:rpenchina@lskslaw.com)  
*Attorneys for General Electric Capital Corp.*

Lyle S. Hosoda, Esq.  
Raina P.B. Sushiken, Esq.  
LYLE HOSODA & ASSOCIATES, LLC  
345 Queen Street, Suite 804  
Honolulu, Hawaii 96813  
E-mail: [ls@hosodalaw.com](mailto:ls@hosodalaw.com)  
E-mail: [rpb@hosodalaw.com](mailto:rpb@hosodalaw.com)  
*Attorneys for Defendants Deutsche Bank  
Trust Company Americas and J.P. Morgan Chase Bank*

Andrew P. DeNatale  
Jonathan E. Moskin  
WHITE & CASE LLP  
1155 Avenue of the Americas  
New York, New York 10036-2787  
E-mail: adenatale@whitecase.com  
E-mail: jmoskin@whitecase.com  
*Attorneys for Defendants Deutsche Bank Trust  
Company Americas and J.P. Morgan Chase Bank*

  
\_\_\_\_\_  
Joseph J. Cali

Sworn to before me this  
5th day of March, 2008

  
\_\_\_\_\_  
Notary Public

**STEVEN WAITENBERG**  
**Notary Public, State of New York**  
**No. 01WA4946154**  
**Qualified in New York County**  
**Commission Expires 1/27/2011**